GNL Executive Committee - Terms of Reference

Purpose
The purpose of the GNL Executive Committee ("ExCo") is to define the strategic vision, priorities and objectives for GNL, and to ensure effective governance in the delivery of these priorities and objectives. It is the primary decision-making body and governance vehicle in GNL.

Core responsibilities
- Setting GNL's strategic vision, priorities and objectives
- Reviewing and directing operational activities for the GN Companies
- Approving business cases and expenditure
- Reviewing business performance and forecasts
- Approving the Annual Budget
- Reviewing any items which need to go to the GNL Board (e.g. statutory accounts)

Membership
The Chair of the ExCo is the Chief Executive Officer, GNL. In the absence of the CEO, another member of ExCo designated by the CEO will take the Chair.

The group will comprise senior managers from the relevant company. The membership at January 2018 comprises the following attendees:

- Chief Executive Officer (Chair)
- Chief Operating Officer
- Editorial Director
- EVP Advertising Sales
- Marketing & Distribution Director
- Digital Director
- Finance Director (until 31 July 2018 when post closes)
- Head of Content – Editorial,
- Head of Business & Technology Innovation,
- Head of Comms and Head of Legal & Business Affairs,

Other members of GN Companies and BBC staff and guests may be invited to attend as required with the prior agreement of the Chair.

Further appointments to the ExCo are made at the discretion of the Chief Executive Officer.

Process
The frequency of meetings shall be monthly (or as otherwise decided by the Chair). A meeting can be called on short notice by the Chair or their designated representative.

Meetings may be held without members being physically present in the same place, for example by telephone or video conference. When a member attends by telephone or video conference they are counted as being in attendance for the purposes of a quorum.

The quorum necessary for the transaction of business is three ExCo members including the Chair or their designated representative.

The Chair has responsibility for setting the agenda but other members of the ExCo may ask the Chair to include items.

The secretariat functions for the ExCo and meetings will be provided by the PA to the CEO GNL.

Decisions and actions will be logged at all meetings by the secretariat, and circulated to the ExCo following each meeting.
Financial delegation authority & Signatory authority
The financial delegation and signatory authority principles are set out in the separate document “BNI Expenditure and Deal Approval Process”.

Links to other forums
- News Group Commercial Committee: The NBG Commercial Committee shall receive a quarterly performance report from ExCo.
- Commercial Holdings Board: The Commercial Holdings Board shall receive a quarterly performance report from ExCo.
- GNL Board: The ExCo shall review any items about GNL business which need to go to the GNL Board (e.g. statutory accounts), prior to consideration by the GNL Board